

RECORDATION NO. **26162-K** FILED

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SURFACE TRANSPORTATION BOARD

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OF COUNSEL
URBAN A. LESTER

February 9, 2007

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Partial Termination and Release of Security Interest, dated as of February 8, 2007, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Security Agreement previously filed with the Board under Recordation Number 26162-C.

The name and address of the party to the enclosed document are:

Secured Party/
Assignee:

Bank of America N. A.
600 Peachtree Street N E
Atlanta GA 30308

[Debtor/Assignor:

Infinity Rail, LLC
817 West Peachtree Street, Suite M110
Atlanta, Georgia 30308]

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A description of the railroad equipment covered by the enclosed document is:

11 railcars within the following two series: SLR 2307 - SLR 2329 and TOE 7007 - TOE 7131, each as more particularly set forth in the equipment schedule attached to the document.

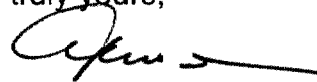
A short summary of the document to appear in the index is:

Partial Termination and Release of Security Interest.

Also enclosed is a check in the amount of \$34.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,



Robert W. Alvord

RWA/anm
Enclosures

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Partial Termination and Release of Security Interest

SURFACE TRANSPORTATION BOARD

For valued received, Bank of America, N.A. ("Secured Party"), only with respect to the railroad equipment described in Schedule 1 attached hereto (the "Released Rail Cars"), terminates and releases any and all rights and interests of Secured Party with respect to the Released Rail Cars, including without limitation any security interests in the Released Rail Cars pursuant to the Security Agreement dated as of January 30, 2006, between Infinity Rail, LLC, as debtor, and Bank of America, N.A., as secured party, as amended.

A memorandum of Secured Party's rights and interests with respect to the Released Rail Cars under the above-referenced Security Agreement was recorded with the Surface Transportation Board on May 5, 2006, at 12:35 p.m. under Recordation No. 26162-C. To the extent (but only to the extent) relating to the Released Rail Cars, Secured Party releases and terminates its rights and interests covered by that memorandum.

EXECUTED as of February 8, 2007.

BANK OF AMERICA, N.A.

By: Michael J. RomanoName: Michael J. RomanoTitle: Senior Vice President

State of Georgia, County of Fulton

On February 8, 2007, before me personally appeared Michael J. Romano to me personally known, who being by me duly sworn says that he is Senior Vice President of Bank of America, N.A., and that, as such officer, being duly authorized to do so, he executed the foregoing instrument on behalf of said bank.

Sherry Sigworth
Notary PublicMy commission expires: 4-28-07

[NOTARIAL SEAL]

Schedule 1

Released Rail Cars

The following items, wherever located, now owned or hereafter acquired or arising, and all proceeds and products thereof, whether derived from voluntary or involuntary disposition or otherwise, and all accessions thereto:

(a) the rail cars described below, by type, reporting marks and road numbers (the "Released Rail Cars");

(b) all rights of Infinity Rail, LLC under and to any and all refurbishment, renovation or other improvement contracts with respect to the Released Rail Cars; and

(c) all general intangibles, chattel paper, insurance proceeds, insurance refund claims, tort claims, documents, and instruments in each case to the extent relating to the Released Rail Cars, together with all income therefrom, increases thereunder and proceeds thereof.

Released Rail Cars:

[listed on the following page]

Schedule 1 (continued)

Note: The following Released Cars were listed in the Memorandum of Security Agreement recorded with the Surface Transportation Board on May 5, 2006 at 12:35 p.m. under Recordation No. 26162-C. They were listed as part of a group of 88 cars.

Description of Released Cars: used 50 ft. 70-ton boxcars

Quantity: eleven (11)

Reporting marks and road numbers:


| Unit Count | Mark | Number |
|------------|------|--------|
| 1 | SLR | 2307 |
| 2 | SLR | 2308 |
| 3 | SLR | 2311 |
| 4 | SLR | 2318 |
| 5 | SLR | 2321 |
| 6 | SLR | 2322 |
| 7 | SLR | 2329 |
| 8 | TOE | 7007 |
| 9 | TOE | 7121 |
| 10 | TOE | 7122 |
| 11 | TOE | 7131 |

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: _____

2/9/07



Robert W. Alvord